

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
)
TOUCH AMERICA HOLDINGS, INC.,) Bk. No. 03-11915 (KJC)
et al.,)
Debtors.) Jointly Administered
)
ENTECH LLC,) Adv. No. 04-52935 (KJC)
)
Plaintiff,)
)
OFFICIAL COMMITTEE OF UNSECURED)
CREDITORS,)
)
Plaintiff-Intervenor,)
)
v.) C.A. 04-1336-SLR
)
WESTMORELAND COAL COMPANY,)
a Delaware Corporation, and)
WESTMORELAND MINING LLC,)
a Delaware Limited Liability Company,)
)
Defendants.)

**ORDER PURSUANT TO BANKRUPTCY RULE 9019 APPROVING STIPULATION
AND SETTLEMENT AGREEMENT BY AND BETWEEN THE PLAN TRUST
AND WESTMORELAND PURSUANT TO BANKRUPTCY RULE 9019**

Upon consideration of the motion (the “Motion”)¹ of Brent C. Williams, plan trustee for the liquidating trust established pursuant to the confirmed Debtors’ Amended Liquidating Chapter 11 Plan (the “Plan Trustee”), for entry of an order pursuant to Rule 9019 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) approving the Stipulation and Settlement Agreement By and Between Westmoreland and the Plan Trust (the “Stipulation”) attached as Exhibit A to the Motion; and it appearing that the Court has jurisdiction to consider the Motion; and the Court having determined that the relief requested in the Motion is in the best

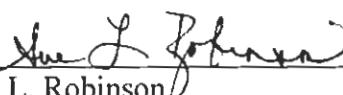
interests of the estates and creditors; and it appearing that due and adequate notice and disclosure of the Motion has been given; and after due deliberation and sufficient cause appearing therefor; it is

ORDERED that the Motion is granted; and it is further

ORDERED that the Stipulation is approved pursuant to Bankruptcy Rule 9019; and it is further

ORDERED that this Court shall retain jurisdiction over any and all matters arising from or related to the Stipulation and the implementation or interpretation of this Order.

Dated: Wilmington, Delaware
8/23, 2005



Sue L. Robinson
Chief United States District Judge

¹ Capitalized terms not defined herein shall have the meaning ascribed in the Motion.